IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

WAYNE BERRY,	)	CIVIL NO. 07-00172 SOM LEK
	)	
Plaintiff,	)	**DECLARATION OF ANDREW P.**
	)	**DENATALE**
vs.	)	
	)	
DEUTSCHE BANK TRUST	)	
COMPANY AMERICAS (FKA	)	
BANKERS TRUST COMPANY), et	)	
al.,	)	
	)	
Defendants.	)	
	)	

DECLARATION OF ANDREW P. DENATALE

I, ANDREW P. DENATALE, under penalty of perjury state as follows:

1. I am a partner of the law firm of White & Case, LLP. My office is located at 1155 Avenue of the Americas, New York, New York 10036. My telephone number is (212) 819-8300.

2. I hereby seek admission Pro Hac Vice to represent Defendants DEUTSCHE BANK TRUST COMPANY AMERICAS (FKA BANKERS TRUST COMPANY) and JP MORGAN CHASE BANK in their separate capacities and as agents for the pre and post-petition lenders of Fleming Companies, Inc. before this Court with respect to Civil No. 07-00172 SOM LEK as counsel with Lyle S.

Hosoda and his law firm, Lyle S. Hosoda & Associates, LLC, 345 Queen Street,

Suite 804, Honolulu, Hawaii, 96813, in said case.

   3. I reside within the County of New York, State of New York,

and do not reside or maintain an address within the State of Hawaii.

   4. I am neither a resident of the State of Hawaii, regularly

employed in Hawaii, nor regularly engaged in any business or professional

activities in Hawaii.

   5. I am a member of good standing of the bar of the State of New

York.

   6. I am presently in good standing to practice before all of the

courts to which I have been admitted, and no disciplinary action or grievance

proceedings have been filed or are pending against me.

   7. The following are all of the state courts before which I am

admitted to practice.

   a. I was admitted to practice in New York in 1976.

   8. The following are all of the federal courts before which I am

admitted to practice.

   a. United States District Courts for the Southern, Eastern and

Northern Districts of New York;

b.   United States Supreme Court;

c.   United States Court of Appeals for the Second Circuit.

9.   I have not applied concurrently or within the year preceding the current application for Pro Hac Vice status in this Court.

10.   I have never been subject to any discipline by any court, administrative body, or other tribunal.

11.   Lyle S. Hosoda of Lyle S. Hosoda & Associates, LLC, 345 Queen Street, Suite 804, Honolulu, Hawaii 96813, telephone number (808) 524-3700, is a member of this bar of this Court with whom the Court and opposing counsel may readily communicate concerning this action and upon whom service may be made of papers in this action in accordance with the Federal Rules of Civil Procedure.

12.   At all times, Lyle S. Hosoda, or a member of his firm who is also a member of the bar of this Court, shall participate meaningfully, substantially, and continuously in the preparation of this case with the authority and responsibility to act as attorneys of record for all purposes.

13.   Any document required or permitted to be served upon an attorney for the Defendants in this action may be served upon Lyle S. Hosoda,

Esq., and such service shall be deemed proper and effective to the fullest extent provided by the Federal Rules of Civil Procedure.

14.   I have read and familiarized myself with the Local Rules of Practice of the United States District Court for the District of Hawaii to give meaningful assistance as co-counsel of record for the Defendants in this action.

15.   I consent to the exercise of disciplinary jurisdiction of this Court and I certify that I will make myself familiar with the Local Rules of Practice applicable to this action.

16.   My background and experience, supported by the assistance of Lyle S. Hosoda & Associates, LLC, would assist in the representation of the Defendants in this case.

I declare under penalty of perjury that the foregoing is true and correct.

DATED: New York, New York, June 7, 2007.

 /s/ Andrew P. DeNatale
ANDREW P. DENATALE (NY Bar No. ADN 2429)
Of the Firm
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4